



Entered on Docket  
December 08, 2009

Hon. Linda B. Riegler  
United States Bankruptcy Judge

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:  
USA COMMERCIAL MORTGAGE COMPANY,  
  
Debtor.

Case Nos.:  
BK-S-06-10725-LBR  
BK-S-06-10726-LBR  
BK-S-06-10727-LBR  
BK-S-06-10728-LBR  
BK-S-06-10729-LBR

In re:  
USA CAPITAL REALTY ADVISORS, LLC,  
  
Debtor.

In re:  
USA CAPITAL DIVERSIFIED TRUST DEED  
FUND, LLC,  
  
Debtor.

JOINTLY ADMINISTERED  
Chapter 11 Cases Under  
Case No. BK-S-06-10725-LBR

In re:  
USA CAPITAL FIRST TRUST DEED FUND, LLC,  
  
Debtor.

Judge Linda B. Riegler

In re:  
USA SECURITIES, LLC,  
  
Debtor.

Adv. No. 08-1133-lbr  
Adv. No. 08-1134-lbr

Affects:  
☐ All Debtors  
☒ USA Commercial Mortgage Company  
☐ USA Capital Realty Advisors, LLC  
☒ USA Capital Diversified Trust Deed Fund, LLC  
☐ USA Capital First Trust Deed Fund, LLC  
☐ USA Securities, LLC

**ORDER GRANTING  
MOTION FOR APPROVAL OF  
SETTLEMENT PURSUANT TO  
RULE 9019 OF THE FEDERAL  
RULES OF BANKRUPTCY  
PROCEDURE**

Upon consideration of the Motion for Approval of Settlement Pursuant to Rule 9019 of the Federal Rules of Bankruptcy Procedure (the "Motion"), filed by the USACM Liquidating Trust (the "USACM Trust") and USA Capital Diversified Trust Deed Fund, LLC ("DTDF"), seeking approval, pursuant to Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the

1 Settlement Agreement, Mutual Release, and Covenants (the “Proposed Settlement Agreement”)  
2 between the USACM Trust and DTDF, on the one hand, and Mary Petersen, individually and as  
3 Trustee of the Mary Petersen Family Trust DTD 8/12/98 (“Mary Petersen”), Michael Petersen,  
4 individually and as Trustee of the Michael D. Petersen Family Trust DTD 8/12/98 (“Michael  
5 Petersen”), Kathryn L. Petersen, individually and as Trustee of the Kathryn L. Petersen Living  
6 Trust and as Trustee of the KLP Trust DTD 7/15/99 (“Kathryn Petersen”), Specialized  
7 Development Tahoe, LLC, and Specialized Development, LLC (collectively, with Specialized  
8 Development Tahoe, LLC, “Specialized Development”), on the other hand; the other papers and  
9 pleadings filed in these jointly administered bankruptcy cases and their related proceedings; and  
10 the arguments of counsel; the Court hereby finds and concludes that:

11 1. Notice of the Motion was properly served on all creditors and parties-in-interest in  
12 the above-referenced bankruptcy cases under applicable law and procedure, including the  
13 Federal Rules of Bankruptcy Procedure and the local rules.

14 2. This Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 1334 and  
15 157(a), and this matter is a “core proceeding” under 28 U.S.C. § 157(b).

16 3. The terms of the Proposed Settlement Agreement were negotiated at arms-length  
17 and in good faith by the USACM Trust, DTDF, Mary Petersen, Michael Petersen, Kathryn  
18 Petersen, and Specialized Development.

19 4. The terms of the Proposed Settlement Agreement: (a) are fair and equitable to the  
20 USACM Trust and DTDF; (b) are in the best interests of the USACM Trust, DTDF, and their  
21 respective creditors and beneficiaries; and (c) meet the requirements for court approval under  
22 Rule 9019 of the Federal Rules of Bankruptcy Procedure.

23 5. The Motion should be granted, the Proposed Settlement should be approved, and  
24 the following order should be entered.

25 ACCORDINGLY, IT IS HEREBY:

26 ORDERED that the Motion is granted; and it is further

1 ORDERED that the Proposed Settlement Agreement is authorized and approved pursuant  
2 to Rule 9019 of the Federal Rules of Bankruptcy Procedure; and it is further

3 ORDERED that Geoffrey L. Berman and Michael A. Tucker, in their capacities as the  
4 respective representatives of the USACM Trust and DTDF, are authorized to execute, deliver,  
5 implement, and fully perform any and all obligations, instruments, documents and papers and to  
6 take any and all actions reasonably necessary to consummate the Proposed Settlement  
7 Agreement and perform any and all obligations contemplated therein on behalf of the USACM  
8 Trust and DTDF; and it is further

9 ORDERED that this Order shall be subject to a fourteen-day appeal period under the  
10 recently amended Federal Rule of Bankruptcy Procedure 8002 (the "Appeal Period"); and it is  
11 further

12 ORDERED that after the Appeal Period, the Court and its personnel, upon written  
13 request from Defendant's counsel of record, shall return all copies of the Proposed Settlement  
14 Agreement, provided that no notice of appeal has been filed with the Court as to this Order; and  
15 it is further

16 ORDERED that this Court shall retain jurisdiction to interpret and enforce the terms of  
17 the Proposed Settlement Agreement and this Order.

18 PREPARED AND SUBMITTED BY:

19 DIAMOND MCCARTHY LLP

20 By: /s/ Eric D. Madden

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Special Litigation Counsel for USACM Liquidating  
Trust and USA Capital Diversified Trust Deed Fund, LLC

CERTIFICATION PURSUANT TO LOCAL RULE 9021

In accordance with LR 9021, counsel submitting this document certifies as follows

(check one):

\_\_\_\_\_ The Court has waived the requirement of approval under LR 9021

\_\_\_\_\_ No parties appeared or filed written objections, and there is no trustee appointed in the case.

X I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and any trustee appointed in this case, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document.]

Timothy O'Reilly Approved

John O'Reilly Approved

Steven Katzman Approved

DATED: December 7, 2009

/s/ Eric D. Madden  
Eric D. Madden

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